

WEIL, GOTSHAL & MANGES LLP
Stephen Karotkin (*pro hac vice*)
(stephen.karotkin@weil.com)
Ray C. Schrock, P.C. (*pro hac vice*)
(ray.schrock@weil.com)
Jessica Liou (*pro hac vice*)
(jessica.liou@weil.com)
Matthew Goren (*pro hac vice*)
(matthew.goren@weil.com)
767 Fifth Avenue
New York, NY 10153-0119
Tel: 212 310 8000
Fax: 212 310 8007

KELLER & BENVENUTTI LLP
Tobias S. Keller (#151445)
(tkeller@kellerbenvenutti.com)
Jane Kim (#298192)
(jkim@kellerbenvenutti.com)
650 California Street, Suite 1900
San Francisco, CA 94108
Tel: 415 496 6723
Fax: 650 636 9251

*Proposed Attorneys for Debtors
and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

In re:

PG&E CORPORATION,

- and -

**PACIFIC GAS AND ELECTRIC
COMPANY,**

Debtors.

- ☐ Affects PG&E Corporation
☐ Affects Pacific Gas and Electric Company
☒ Affects both Debtors

** All papers shall be filed in the Lead
Case, No. 19-30088 (DM).*

Bankruptcy Case No. 19-30088 (DM)
Chapter 11
(Lead Case) (Jointly Administered)

**REQUEST FOR ENTRY OF ORDER BY
DEFAULT ON SUPPLEMENTAL MOTION
PURSUANT TO 11 U.S.C. §§ 105, 363(b), 507(a),
AND 541(d) AND FED. R. BANKR. P. 6004
AUTHORIZING DEBTORS TO PAY
PREPETITION TAXES AND ASSESSMENTS
AND GRANTING RELATED RELIEF
[Re: Dkt No. 761]**

Date: March 27, 2019
Time: 9:30 a.m. (Pacific Time)
Place: United States Bankruptcy Court
Courtroom 17, 16th Floor
San Francisco, CA 94102

Objection Deadline: March 20, 2019
4:00 p.m. (Pacific Time)

1 **REQUEST FOR ENTRY OF ORDER BY DEFAULT**

2 PG&E Corporation and Pacific Gas and Electric Company, as debtors and debtors in
3 possession (collectively, “**PG&E**” or the “**Debtors**”) in the above-captioned chapter 11 cases (the
4 “**Chapter 11 Cases**”), hereby request, pursuant to Local Bankruptcy Rule 9014-1(b)(4), as made
5 applicable to these Chapter 11 Cases by the *Order Implementing Certain Notice and Case Management*
6 *Procedures* entered on March 6, 2019 [Dkt No. 759] (the “**Case Management Order**”), that the Court
7 enter an order by default on the *Supplemental Motion Pursuant to 11 U.S.C. §§ 105, 363, 507(a), and*
8 *541(d) and Fed. R. Bankr. P. 6004 Authorizing Debtors to Pay Prepetition Taxes and Assessments and*
9 *Granting Related Relief* filed on March 6, 2019 [Dkt No. 761] (the “**Supplemental Motion**”).¹ The
10 deadline to file responses or oppositions has passed, and no oppositions or responses have been filed
11 with the Court or received by proposed counsel for the Debtors.

12 **RELIEF REQUESTED IN SUPPLEMENTAL MOTION**

13 The Supplemental Motion seeks additional relief with respect to the *Motion of Debtors*
14 *Pursuant to 11 U.S.C. §§ 105, 363, 507(a), and 541(d) and Fed. R. Bankr. P. 6003 and 6004 for Interim*
15 *and Final Authority to Pay Certain Prepetition Taxes and Assessments and Granting Related Relief*
16 [Docket No. 11] (the “**Tax Motion**”). Pursuant to the Supplemental Motion, the Debtors seek authority
17 to pay the Additional Pass Through Fees in the approximate amount of \$170 million. A proposed order
18 was attached as an exhibit to the Supplemental Motion. A Declaration of Mark Caron (the “**Caron**
19 **Declaration**”) was filed in support of the Supplemental Motion [Dkt. No. 762].

20 **NOTICE AND SERVICE**

21 The *Notice of Motions to be Heard at March 27, 2019 Omnibus Hearing* was filed
22 concurrently with the Supplemental Motion on March 6, 2019 [Dkt. No. 785] (the “**Notice**”). The
23 Supplemental Motion, Caron Declaration, and Notice were served as described in the Certificate of
24 Service of Alain B. Francoeur filed on March 11, 2019 [Dkt. No. 826].

25 ///

26 ///

27 _____
28 ¹ Capitalized terms used but not defined herein have the meanings ascribed to them in the Tax Motion
or Supplemental Motion, as applicable.

DECLARATION OF NO RESPONSE RECEIVED

The undersigned hereby declares, pursuant to 28 U.S.C. § 1746, under penalty of perjury, that:

1. I am a partner of the firm of Keller & Benvenuti LLP, proposed co-counsel for the Debtors.
2. I have not received any response or opposition to the Supplemental Motion.
3. I have reviewed the Court's docket in the Chapter 11 Cases and have determined that no response or opposition has been filed with respect to the Supplemental Motion.
4. This declaration was executed in San Francisco, California.

WHEREFORE, the Debtors hereby request entry of an order, substantially in the form attached to the Supplemental Motion as **Exhibit A**, granting (i) the relief requested in the Supplemental Motion, and (ii) such other and further relief as the Court may deem just and appropriate.

Dated: March 25, 2019

WEIL, GOTSHAL & MANGES LLP
KELLER & BENVENUTTI LLP

By: /s/ Jane Kim
Jane Kim

*Proposed Attorneys for Debtors
and Debtors in Possession*